

**COLE, SCHOTZ, MEISEL,  
FORMAN & LEONARD, P.A.**

A Professional Corporation

Court Plaza North

25 Main Street

P.O. Box 800

Hackensack, New Jersey 07602-0800

(201) 489-3000

(201) 489-1536 Facsimile

Michael D. Sirota, Esq.

Mark J. Politan, Esq.

Attorneys for the Ad Hoc Committee of Noteholders

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In re:	:	UNITED STATES BANKRUPTCY COURT
	:	FOR THE DISTRICT OF NEW JERSEY
EPV SOLAR, INC.,	:	HONORABLE MICHAEL B. KAPLAN
Debtor.	:	
	:	CASE NO. 10-15173 (MBK)
	:	
	:	Chapter 11
	:	
	:	<b>STATEMENT PURSUANT TO FED. R.</b>
	:	<b>BANKR. P. 2019 OF COLE, SCHOTZ,</b>
	:	<b>MEISEL, FORMAN &amp; LEONARD, P.A.</b>
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Cole, Schotz, Meisel, Forman & Leonard, P.A. (“Cole Schotz”), pursuant to Rule 2019 of the Federal Rules of Bankruptcy Procedure, files this statement in connection with its representation of the Ad Hoc Committee of Noteholders, consisting of seven (7) parties-in-interest in the above-captioned case of the debtor and debtor-in-possession (the “Debtor”), and respectfully states as follows

1. Cole Schotz, has been engaged as counsel in the above-captioned chapter 11 case by the Ad Hoc Committee of Noteholders consisting of: (a) Aviva Investors, (b) Catalyst Investment Management Co., Inc. (c) FA Voight & Associates, L.P. (d) GLG Partners, Inc., (e) Tenor Capital Management Company, L.P., (f) Jeff Paret and (g) Ken Calligar (collectively referred to as the “the “Noteholders Group” or the “Client”).

2. In accordance with Federal Rule of Bankruptcy Procedure 2019(a), Cole Schotz submits this Statement regarding the :

- (a) Client: Aviva Investors  
Address: 1900 W. Park Drive  
Suite 200  
Westborough, Massachusetts 01581
- (b) Client: Catalyst Investment Management Co., LLC  
Address: 767 Third Avenue, 32<sup>nd</sup> Floor  
New York, NY 10017
- (c) Client: FA Voight & Associates, L.P.  
Address: 11 Rivercoach Lane  
Sugar Land, Texas 77479
- (d) Client: GLG Partners, Inc.  
Address: 390 Park Avenue, 20<sup>th</sup> Floor  
New York, NY 10022
- (e) Client: Tenor Capital Management Company, L.P.  
Address: 1180 Avenue of the Americas  
Suite 1940  
New York, NY 10036
- (f) Client: Jeff Parket  
Address: 415 Madison Avenue, Suite 1518  
New York, New York 10017
- (g) Client: Kenneth Calligar  
415 Madison Avenue, Suite 1518  
New York, New York 10017

3. The members of the Noteholders Group hold in the aggregate \$37,048,646 (64.7%) of the 1% Convertible Senior Secured PIK Notes due 2016.

4. Any statement of the nature or amount of the Client's claims is provided only for the purposes of this Statement and is not intended as a proof of claim or for any other purpose.

Each of the Clients may hold claims against the Debtor arising out of applicable law or equity pursuant to their respective relationship with the Debtor. The specific nature and amounts of the claims held by the Clients will be set forth in proofs of claims filed against the Debtor's estate should they choose to file proofs of claims.

5. The Noteholders Group, not any individual member, is the Client of the firm. The Client may also hold claims against or interests in the Debtor or its estate in addition to those disclosed herein that do not fall within the scope of Cole Schotz's representation of the Client.

6. Cole Schotz does not have any claim or interest in its individual capacity in these proceedings.

7. Cole Schotz will be compensated by the members of the Noteholders Group. However, Cole Schotz reserves the to seek to have its fees and disbursement paid by the Debtor's estate pursuant to applicable provisions of the Bankruptcy Code.

8. Cole Schotz reserves the right to supplement or amend this Statement at any time in the future.

**COLE, SCHOTZ, MEISEL,  
FORMAN & LEONARD, P.A.**  
Attorneys for the Ad Hoc Committee of  
Noteholders

By: /s/ Mark J. Politan  
Michael D. Sirota  
Mark J. Politan

Dated: March 22, 2010